UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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THE CARTOON NETWORK LP, LLLP and CABLE NEWS NETWORK LP, LLLP, Plaintiffs/Counterclaim Defendants, v. CSC HOLDINGS, INC. and CABLEVISION SYSTEMS CORPORATION, Defendants/Counterclaim/ Plaintiffs/Third-Party Plaintiffs, v. TURNER BROADCASTING SYSTEM, INC., CABLE NEWS NETWORK LP, LLP, TURNER NETWORK SALES, INC., TURNER CLASSIC MOVIES, L.P., LLLP, TURNER NETWORK TELEVISION LP, LLLP, and THE CARTOON NETWORK LP, LLP, Third-Party Defendants.	06 Civ. 4092 (DC)

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DECLARATION OF CHELSEA W. TEACHOUT IN FURTHER SUPPORT OF TURNER'S MOTION FOR SUMMARY JUDGMENT

CHELSEA W. TEACHOUT declares as follows:

1. I am an associate at the law firm of Cravath, Swaine & Moore LLP, counsel for Plaintiffs/Counterclaim Defendants The Cartoon Network LP, LLLP ("The Cartoon Network") and Cable News Network LP, LLLP ("CNN"), and Third-Party Defendants Turner Broadcasting System, Inc. ("TBS"), Turner Network Sales, Inc. ("TNS"), Turner Classic Movies LP, LLLP ("TCM") and Turner Network Television LP, LLLP ("TNT") (collectively "Turner"), in this action.

2. This declaration is submitted in further support of Turner's Motion for Summary Judgment.

3. Annexed in one volume (numbered as Volume V) to the accompanying Statement of Material Facts Pursuant to Local Rule 56.1(a) and this Court's Order of September 6, 2006 in Further Support of Turner's Motion for Summary Judgment are true and correct copies of the following:

i. documents identified by the Bates prefix "CSC", which were produced in this litigation by Cablevision in response to document requests from Turner;

ii. the Expert Report submitted by Ted Hartson on September 18, 2006 (without exhibits and appendices)..

I declare under the penalty of perjury that the foregoing is true and correct.

October 6, 2006

Chelsea W. Teachout